

Akira v. Conceptant, *et. al.*
Motion for Summary Judgment

Non-Confidential Portion
Deposition of
Srinivas Chennamaraja



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Transcript of Srinivas Chennamaraja

Date: February 9, 2018

Case: Akira Technologies, Inc. -v- Conceptant, Inc., et al.

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1 IN THE UNITED STATES DISTRICT COURT
2 FOR THE EASTERN DISTRICT OF VIRGINIA
3 (Alexandria Division)

4 -----x

5 AKIRA TECHNOLOGIES, INC., :
6 Plaintiff, : Civil Action No.:
7 v. : 1:17cv00412 (LO/IDD)
8 CONCEPTANT, INC., :
9 et al., :
10 Defendants. :

11 | -----x

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15 Deposition of SRINIVAS CHENNAMARAJA

16 Falls Church, Virginia

17 Friday, February 9, 2018

18 | 9:37 a.m.

19

20 Job No: 174866

21 | Pages: 1 - 297

22 | Reported by: Kelly Carnegie, CSR, RPR

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1 Deposition of SRINIVAS CHENNAMARAJA, held at
2 the offices of:

3

4

5

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8 Falls Church, Virginia 22046

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15 Pursuant to Notice, before Kelly Carnegie,
16 Certified Shorthand Reporter, Registered
17 Professional Reporter, and Notary Public in and
18 for the Commonwealth of Virginia.

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3

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1 P R O C E E D I N G S

2 Whereupon,

3 SRINIVAS CHENNAMARAJA

4 being first duly sworn or affirmed to testify to
5 the truth, the whole truth, and nothing but the
6 truth, was examined and testified as follows:

7 EXAMINATION BY COUNSEL FOR THE DEFENDANTS

8 Q Good morning, sir. How are you?

9 A I'm doing all right, sir.

10 Q Good.

11 Have you ever been deposed before?

12 A No.

13 Q My name is Peter Cohen. I represent the
14 defendants in this lawsuit. I'll be asking some
15 questions today. If at any time today I ask a
16 question that you don't understand, by all means,
17 let me know, and I'll do my best to rephrase it so
18 that you do understand, okay?

19 A All right. Sure.

20 Q You and I have to be verbal and audible
21 for obvious reasons, me with my questions, you
22 with your answers, so that the court reporter can

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1 take everything down in an orderly fashion.

2 A Yes.

3 Q And if at any time today you need to
4 take a break, by all means, speak up. We'll take
5 a break just so long as there isn't a pending
6 question, okay?

7 A Yeah.

8 Q And you do understand that you're under
9 oath to tell the truth today?

10 A Yes, yes.

11 Q Are you under any -- strike that.

12 Do you take any medication --

13 A No.

14 Q -- that would make it -- which leads to
15 my next instruction. You and I should do the best
16 we can not to talk over one another, you letting
17 me finish my question --

18 A Sure.

19 Q -- me letting you finish your answer so
20 we don't drive the court reporter crazy.

21 Are you taking any medication that would
22 make it difficult for you to recall events

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1 today?

2 A No, no.

3 Q Okay. Do you have any medical condition
4 that would make it difficult for you to testify
5 today?

6 A No.

7 Q Can you state your full name for the
8 record.

9 A Yes. Srinivas Chennamaraja.

10 Q Can you spell that.

11 A S-r-i-n-i-v-a-s. My last name is
12 Chennamaraja, C-h-e-n-n-a-m-a-r-a-j-a.

13 Q Okay. And are you the CEO of Akira?

14 A Yes, I am.

15 Q Do you hold any other positions with
16 Akira?

17 A Just CEO and chairman of the board.

18 Q When was the company formed?

19 A May of 2003.

20 Q Are you -- do you own the company?

21 A Yes, I do.

22 Q Are you a hundred percent shareholder?

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1 A Yes.

2 Q All right. So no other owners?

3 A Not at this moment.

4 Q No? Okay. Had there been owners in the
5 past?

6 A No. So we have a convertible note for
7 12.5 percent, which right now is a note,
8 concurrent equity of 12.5 percent.

9 Q Okay. Is there a board of directors?

10 A Yes. I'm the board of directors.

11 Q All right. Anyone else on the board?

12 A No.

13 Q Has it always been that way --

14 A Yes.

15 Q -- that there's only been one board
16 member?

17 A Yes.

18 Q Okay. As the CEO of the company, what
19 are your duties?

20 A I do multiple things. I do operations
21 of the company. I do proposal writing, business
22 development. I oversee finance, operations and

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1 finance. Sometimes I hire people. I recruit.

2 Q Okay. And at a high level, are these
3 duties or have these duties been your duties as
4 CEO starting from 2003 to the present?

5 A Yes. Mostly not so much recruiting
6 anymore, you know. I have people. And in terms
7 of my writing proposals and BD, it's gone down a
8 bit compared, you know, when the company was in
9 the younger days since I have some help in that
10 respect. But I'm still involved in our pipeline
11 process, making all the decisions to go after
12 opportunities, and teaming and partnering
13 sometimes I do, yes.

14 Q Between 2011 and 2016 --

15 A Yes.

16 Q -- is it correct to say that you were
17 involved in the pipeline process?

18 A Yes.

19 Q Okay. Between 2011 and 2016, is it
20 correct to say that you were participating in
21 going after opportunities on behalf of Akira?

22 A I was involved. Not every one of them,

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1 but, you know, most of them, yes.

2 Q Is it correct to say that between 2011
3 and 2016, you were involved in Akira's business
4 development activities?

5 A Yes.

6 Q All right. Can you describe for me what
7 Akira's business development process is or was
8 between 2011 and 2016, and if that changed over
9 time, you can let me know that.

10 A Yeah. So it slightly changed over time
11 with new people. In 2011, you know, we are very
12 small, probably two people at the time before we
13 got our first contract with FDA. At the time for
14 us, you know, in 2011 Akira was an 8(a) company,
15 SBA 8(a) company.

16 Q 8(a) ?

17 A 8(a), which is a minority owned company
18 where there are some setaside contracts that the
19 government can give to SBA 8(a) companies. So
20 most of our business development focused on either
21 partnering with the companies, leveraging our 8(a)
22 status, or talking to the customers, shaping

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1 opportunities so that we could get some 8(a)
2 setaside contracts. That was much easier to get
3 onto the government contract without past
4 performance, per se, to go after compared to some
5 other contracts.

6 But over the years, you know, as we
7 build our past performance, knowing that we're
8 going to graduate on the 8(a) program so that we
9 don't have those setaside work based on the 8(a)
10 side, we try to go after some other small business
11 opportunities. Rarely full and open because it's
12 hard to go after full and open contracts. But,
13 you know, we try to leverage some of our 8(a)
14 setaside until we become -- you know, until we
15 aren't in the 8(a) program, you know, on a company
16 basis and go after some opportunities.

17 In the meantime also we got our HUBZone
18 certification. So 8(a), use that to go after some
19 HUBZone setaside contracts.

20 So, you know, we hired some people as BD
21 people to, you know, to kind of help us in the
22 business development process to go after those

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1 opportunities so that we have some -- we went
2 after some competitive proposals. We are -- it
3 does require some BD dollars to hire people.

4 Q Right.

5 A Writers, some capture, outside capture
6 people to go after the capture work.

7 Q Can you describe for me more fully what
8 (a) status is.

9 A Yes, to the extent I know.

10 The 8(a) program came from SBA, all
11 right? It is for minority owned small
12 disadvantaged -- in terms of economic
13 disadvantaged people. They have a setaside
14 program where so that agencies in order for
15 them -- agencies have a goal to give out some
16 contracts to the setaside companies, whether it's
17 8(a) woman owned small business, service disabled
18 small business, HUBZone small business. So they
19 have these setaside goals to give out the
20 contracts to these minority owned companies.

21 So as part of 8(a), some of the agencies
22 have anywhere from three to five percent goal to

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1 give out contracts to the 8(a) companies. So
2 that's one way, one avenue where companies like
3 Akira, which was an 8(a) in the program, SBA
4 program, so that we could go after some of those
5 opportunities.

6 Obviously there are some conditions to
7 be met in the 8(a) program as a minority owner.
8 You have to be a minority, you have to be a U.S.
9 citizen, you know, when you apply or qualify for
10 that.

11 So it's a nine-year program. Then you
12 graduate from the program after nine years or
13 whenever you reach the \$27.5 million revenue size.
14 If you're at that, then you already graduate from
15 the program.

16 Q Okay. And do you -- is there such a
17 thing as a HUBZone status as well?

18 A Yes.

19 Q Could you describe that.

20 A HUBZone is called Historically
21 Underutilized Business Zones. It means the
22 company -- again, SBA has HUBZone map where -- so

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1 there are a few conditions to be in HUBZone. Your
2 principal office should be in the HUBZone, and a
3 percentage of your employees should be living in
4 the HUBZone area. So your certification, you have
5 to maintain that to be in the HUBZone program.

6 Q Okay. Other than 8(a) status, HUBZone
7 status, does Akira have other type of small
8 business statuses?

9 A No.

10 Q Okay. Is it one of the benefits to
11 qualify for the status is that you get to compete
12 for business in a smaller pool of competitors?

13 A Yes, exactly.

14 Q Okay.

15 A That is correct.

16 Q Now, you had indicated that final -- can
17 you describe for me what full and open is.

18 A Full and open is that it's not setaside,
19 means any company can go after. Even I can go
20 after it. Lockheed Martin can go after it.
21 There's no size limitation to revenue size, means
22 that if there is, say, a contract for \$50 million

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1 in full and open, anyone can go after it, either a
2 small business or a large business can go after
3 it. It's open for everybody.

4 Q So is it correct to say it's a much
5 larger pool of competitors?

6 A Yes, it is.

7 Q Okay. Did I hear you right that Akira's
8 first contract with the FDA was won in 2011?

9 A Yes.

10 Q Did Akira have contracts with other
11 federal agencies prior to 2011?

12 A As a subcontractor, not as a prime.

13 Q Okay. So this was the first -- the FDA
14 contract in 2011 was the first time Akira was a
15 prime on a contract?

16 A Prime contract, yes.

17 Q Okay. And between when the company
18 began in 2003 through 2011 --

19 A Yeah.

20 Q -- is it correct to say that Akira
21 performed on contracts as a subcontractor entirely
22 for federal agencies?

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1 A No, that's not correct.

2 Q Was Akira involved in the private sector
3 during that time?

4 A Yes.

5 Q How so?

6 A Well, the company started not as a
7 federal contractor. The company started as, you
8 know -- when I started the company, even though my
9 initial contract was a subcontractor for a prime
10 contractor like IBM working on a federal contract,
11 after a few years I went back and did some private
12 consulting as a subcontractor for a few years. I
13 think probably in 2000, I would say 6, I got my
14 8(a) certification. Then I think around 2007-ish,
15 that's where I got -- tried to go back into the
16 federal space, again did some subcontracting work.
17 In 2011 was our first contract as a prime.

18 Q Is it correct to say that between 2011
19 and 2016, Akira was entirely in the federal
20 government space?

21 A You could say that. I think most of our
22 either prime contracts or subcontracts was in the

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1 the federal government space.

2 Q During that time frame?

3 A During that time frame.

4 Q All right. When Akira won the FDA work
5 in 2011, did it start taking on more employees?

6 A Yeah. As a result of that particular
7 contract, we had to hire a few people, yes.

8 Q Okay. And was that the FDA ORA BIT
9 contract?

10 A The 2011 contract?

11 Q Yes.

12 A Yes.

13 Q Okay. And what does ORA stand for?

14 A ORA, Office of Regulatory Affairs.

15 That's one of the divisions of FDA.

16 Q And BIT?

17 A BIT is the business and information
18 technology support.

19 Q And what kind of work did Akira have to
20 provide the Office of Regulatory Affairs in
21 connection with the 2011 agreement?

22 A Support the ORA, the business office,

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1 more in the role of, you know, program support.

2 We did a bunch of things.

3 When we -- when we pitched the idea to
4 FDA, it was a sole source contract, so we have to
5 go pitch our capabilities to ORA at the time.

6 Eli, who was -- who was at the time my first
7 employee and also acting as a chief operating
8 officer at the time, we both went and did a
9 presentation of our capabilities, what we could do
10 to ORA in terms of technology, in terms of
11 architecture.

12 And at the time Kelly, who was -- and
13 also a couple other people I remember at the time
14 in the meeting asked us what are the things we
15 could do to help them out. So we kind of present
16 our capabilities. As a result of that, you know,
17 they send us a directed sole source RFP to respond
18 to.

19 For that, you know, we did several
20 things for them at the time as a program support
21 management contract, whether looking at the IT
22 architecture, infrastructure architecture.

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1 And also they had multiple, what they
2 call, IT investments. They had multiple large
3 contractors. So ORA had trouble tying multiple --
4 these large contractors working together to kind
5 of deploy some capabilities for ORA, so to look at
6 the multiple investments to see how they're doing
7 it, and also doing -- looking at the alignment of
8 the work schedules across to see that all the work
9 so that we -- they had no visibility how all of
10 them come aboard and see if they want to deploy
11 some solutions, so we were probably putting a lot
12 of programming support to the business. So that
13 way, you know, things will change, you know. Once
14 we were told there is other stuff we need to take
15 care of, we will take care of that for a while,
16 make sure those three, make sure that they will
17 work.

18 Q And Eli is Eli Liang?

19 A Yes.

20 Q And I think you mentioned Kelly?

21 A Kelly Yimam was at the government.

22 Q And was she the contracting

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1 representative or officer in connection with that
2 contract?

3 A I think she became a COR, yeah.

4 Q C-O-R?

5 A C-O-R.

6 Q Which is contract -- what is that?

7 A Contracting officer's representative.

8 Q Now, was Josh Phipps hired by Akira to
9 work on the ORA BIT contract?

10 A Yes. We hired Josh Phipps to work as a
11 technical architect for the contract.

12 Q Okay. And when he came on board, was he
13 billing 100 percent on that contract?

14 A When he came on board, yes, he was.

15 Q And was Lisa Houle also hired to help
16 out on the ORA BIT contract?

17 A We hired Lisa Houle as a program
18 coordinator, yes.

19 Q On that contract?

20 A On the contract.

21 Q And was she also billing at 100 percent
22 on that contract?

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1 A Yes.

2 Q Was Andrey Mikhalchuk, was he hired to
3 work on that contract as well?

4 A No, he was not. He was hired in 2012 to
5 work on a different contract that I capture at
6 census, so I hired him as an architect for the
7 census contract.

8 Q Okay. All right. Can you describe for
9 me between 2011 and 2016 what Akira's business
10 development process was during that time frame.
11 How did -- let me ask it this way.

12 A Sure.

13 Q How did Akira go about looking,
14 searching for, trying to capture business
15 opportunities between 2011 and 2016? And again,
16 if that changed over time, you can describe that
17 to me.

18 A Yes. So from 2011 -- again, so most of
19 the work I said, you know, Eli was, you know -- I
20 was also in -- in 2011 I was also doing some
21 consulting work, billable work, along with doing
22 the BD work, and Eli -- initially Eli was the sole

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1 guy who was looking for opportunities either on
2 the FBO, see how we could bid some opportunities.

3 When we won the contract in 2011, Eli at
4 least for two years, from 2011 to 2013, he was
5 what I call engagement manager at FDA. He's
6 working probably -- I don't know how many hours,
7 probably 200, 300 hours in that period, billable
8 hours in that period, so that we have constant --
9 someone has to make sure that things are going
10 properly, have good communication, contact with
11 the customer so things are getting executed on the
12 contract.

13 In addition to that, he was also
14 responsible for doing a lot of business
15 development and capture work because that was his
16 expertise coming into Akira when I hired him. He
17 used to work for other 8(a) company called Human
18 Touch doing similar work in terms of BD and
19 capture work.

20 So I would say the first two years he
21 was kind of the guy who would basically run the
22 show in terms of doing the BD and capture work.

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1 Q So that was between 2011 to roughly
2 2013?

3 A I mean going even now.

4 Q Okay.

5 A But, you know, after that we have some
6 help in terms of hiring some people to do the BD
7 work. At the time he was kind of, you know, the
8 guy. He was doing most of the BD work, capture
9 work.

10 Q All right. So -- all right. So how did
11 Eli go about doing capture work?

12 A It's basically, you know, either looking
13 at some of the presentations, the RFIs that would
14 come on FBO, look for some information to respond
15 to the RFIs and see -- and go back and see if
16 there is an opportunity to go talk to the
17 customer, present our capabilities. Sometimes I
18 would go along with him to pitch some ideas.

19 And the other I guess is knowing some of
20 the companies we deal with that he knows or I
21 know, go pitch our capabilities in the
22 subcontractor world, either on existing contracts

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1 or opportunities, you know, that they are pursuing
2 where we could be part of the subcontract to those
3 bigger prime large businesses.

4 At the time we didn't have any like
5 government or any market research. We were too
6 small. We were going and using mostly either the
7 FBO or looking at, you know, usspending.gov. We
8 had our own kind of tools to go look at any
9 opportunities that we could bid. So that was the
10 first few years.

11 After that, you know, we tried to get
12 some cheaper market research companies that could
13 go look at to do some research. Ultimately we got
14 the GovWin, which is a big leader in doing market
15 research, you know, looking at some of the
16 recompetes coming up, new business, new
17 opportunities, do more research.

18 Then we -- and also, you know, we
19 leveraged, you know, some of our consultants. We
20 had -- we would go ask some of the consultants.
21 Somebody would come on board, a subcontractor, you
22 know, a consultant. They, you know, might know

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1 someone. They will -- since the smaller people we
2 know, hey, there is an opportunity there. We
3 could, you know, go after the opportunity. I know
4 this person at this center that might be looking,
5 why don't you guys go and talk to them.

6 So some of the opportunities were
7 subcontractors because they knew we had an 8(a).
8 We are an 8(a) company, you know. By talking to
9 them, showing our capabilities and our 8(a), it's
10 easier for -- to get some sole source awards.

11 Over the period, you know, we hired a
12 few people who have BD experience, you know, so
13 that those people would be, you know, overhead, a
14 hundred percent overhead people looking at
15 opportunities to see if we can bid or not.

16 Q Okay. FBO is FBO.gov?

17 A Yeah.

18 Q And what is that?

19 A It's FedBizOps. It's basically every
20 agency is obligated to publish any RFPs through
21 FBO.

22 Q Okay. And is FBO a public site? Anyone

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1 can go to it --

2 A Yeah.

3 Q -- and see what opportunities are
4 available?

5 A Yes. That is correct.

6 Q And I take it that Eli, who was in
7 charge of capture work, he would look at FBO.gov
8 on a regular basis between 2011 and 2016?

9 A Yes. That is correct.

10 Q You also mentioned usspend.gov?

11 A Yeah.

12 Q Did I get that right?

13 A usspending.gov.

14 Q What is that?

15 A usspending.gov is a website where all
16 the actively running contracts, the agencies are
17 supposed to publish the dollar amount, who got the
18 award on the website so that companies can go look
19 and go, hey, you know, if I'm targeting an agency
20 to see if, you know, who -- which other
21 contractors are working on it, what kind of
22 contracts they have so that we have an idea, you

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1 know, what kind of spend the government is doing.

2 Q Would FBO.gov include both full and open
3 type opportunities as well as setaside
4 opportunities?

5 A That is correct.

6 Q Okay. Were there any other databases --
7 for example, Deltek, do you know what that is?

8 A Yeah. It is -- that is now I think
9 turned into GovWin. Deltek was other market
10 research.

11 Q And is that something else Eli would
12 take a look at in terms of capture work?

13 A He would -- at the time we never had
14 that. At one point -- it's expensive to get into
15 it, but we did -- we bought the Deltek account for
16 a few years, and then discontinued and went after
17 some other company. Yes, we occasionally -- you
18 know, when we had membership, you know, he would
19 look into the Deltek.

20 Q With respect to FBO.gov, in addition to
21 Eli looking at RFPs that were issued at that site,
22 would you also take a look at FBO.gov to see what

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1 was available?

2 A Yes.

3 Q All right. Is there something called an
4 IT-70 database?

5 A It's not a database, but it's a GSA
6 schedule called IT-70 schedule. You have to get
7 onto the schedule in order to get access to any of
8 the opportunities that agencies are putting
9 together, yes.

10 Q Okay. And does Akira have IT-70 status?

11 A Yes, we do.

12 Q Okay.

13 A It's not a status, but it's a schedule.

14 Q Schedule?

15 A Yes, GSA schedule.

16 Q And again, if you -- well, strike that.

17 Does a company have to qualify to get on
18 that schedule?

19 A Yes.

20 Q And Akira qualified?

21 A Yes.

22 Q And again, is this a situation where if

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1 you qualify and you get on the schedule, you can
2 compete with a smaller group of competitors?

3 A Which have the schedule, yes.

4 Q Okay. All right. Did -- during the
5 time that Eli was in charge of business
6 development and capture work, did he have other
7 people at Akira assisting him with that task?

8 A Looking at the -- example, looking at
9 the FBO?

10 Q Well, let's take that. Other than
11 yourself and Eli, were -- was there anyone else at
12 Akira between 2011 and 2016 who was tasked with
13 the responsibility of looking at FBO.gov on a
14 regular basis to see what opportunities there are?

15 A So yeah, to the extent, you know -- for
16 example, so for health opportunities, obviously,
17 you know, Josh was, you know, looking at the
18 FBO.gov opportunities. For alternate to health
19 care, defense, Eli would do it, I would do it.

20 And we hired a proposal writer called
21 Ryan Dunbar. His private task is also to look at
22 the FBO, IT-70 every day, look at the IT-70

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1 opportunities.

2 And we also have a contract. It's a
3 GWAC called 8(a) STARS. It's also run by GSA. So
4 only again recompeted -- it's GWAC where any
5 agency can put in an opportunity to -- basically
6 only 8(a) companies can qualify to go after the
7 opportunities.

8 Q All right. What does GWAC stand for?

9 A Government-wide acquisition contract.

10 Q Okay. And that was the 8(a) STARS
11 program?

12 A Yes.

13 Q Okay. And Akira qualified for that as
14 well?

15 A Yes. As an 8(a), yeah.

16 Q Other than health opportunities and
17 defense opportunities, were there other federal
18 government opportunities that Akira was looking at
19 for potential business?

20 A Yes, civilian opportunities such as, you
21 know, Homeland Security, Department of Commerce,
22 Department of State. I'm just -- just an example.

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1 Q Okay. And was there individuals at
2 Akira who are responsible for looking at the
3 FBO.gov site for these civilian opportunities?

4 A Yes. We hired in addition to Eli and
5 Ryan to an extent looking at -- you know, we hired
6 a couple of other people in defense. We had Craig
7 Fitzpatrick who was purely defense, looking at
8 some defense opportunity, some VA because there's
9 some relation between DoD and VA.

10 Q VA? Veterans Administration?

11 A Yeah. Then we hired a person called Tom
12 Peter who was primarily doing some health and
13 civilian. We hired him. After Tom left, we hired
14 someone called Tom Boyce who was also tasked to do
15 health and civilian work.

16 Q And it was the responsibility of these
17 individuals that you mentioned to look at the
18 FBO.gov site on a regular basis to see if there
19 were any appropriate opportunities for Akira?

20 A Yeah, not only just FBO, but also as BD,
21 they also kind of go and talk to agencies as a --
22 I mean, FBO is what I call as, you know, after the

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1 fact, right?

2 Q Okay.

3 A You know, the decision comes out.

4 Sometimes -- sometimes -- well, unless it's
5 current wire, means someone already shaped the
6 opportunity. Someone talked to the customer, you
7 know. It came out on FBO means that most of the
8 capture is done already for some of the companies.

9 So some of them you might be able to
10 get, you know, if it came out as, say, what I call
11 LPTA, right, lowest price technically acceptable
12 where, you know, you don't need a very good
13 technical approach, but instead of approach, if
14 you're the lowest price bidder, you have a chance
15 of winning. Doesn't mean that you win all the
16 time. Those are what I call -- you know, you
17 don't need a lot of shaping opportunities to go
18 after those. But for what I call best value
19 opportunities where price is not the fact -- only
20 the factor, you know, then that requires some
21 shaping.

22 Shaping, when I say shape means talk to

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1 the customer, do some background research on the
2 agencies, their pain points, provide our
3 capabilities, and look at the -- it's like full
4 capture. Right now go look at what kind of --
5 like an internal SWAT, means, you know, as a
6 company, what are your strengths, what are your
7 weaknesses for particular opportunities, and that
8 person will go and find a teaming partner that can
9 complement your capabilities and as a team and go
10 after the opportunities. Those are what I call
11 alternate FBO.

12 It's more -- that's where Deltek kind of
13 helps you because you go look at maybe an
14 opportunity coming in nine months. You might have
15 -- some of the capabilities might align. Then you
16 look at are there any gaps as a company? Yeah.
17 So who is the right partner that might have worked
18 there so that we could bring them on board to go
19 after it.

20 So those are the people that are kind
21 of not just looking at the FBO, but doing those
22 kind of work.

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1 Q All right. Did there come a time when
2 Akira used pipeline reports to sort of keep track
3 of what opportunities it was thinking about going
4 after or actually going after?

5 A Yes, it is. So -- sorry. Let me think.
6 As a company, we started to make the company, you
7 know, instead of going haphazardly spending
8 money -- there is so much what I call BD money to
9 go after opportunities. We wanted a more
10 streamlined process to go after these.

11 So the pipeline opportunity means that
12 people would put opportunities there, either they
13 came though Deltek or they came through talking to
14 people or going to industry days, right? We would
15 go to industry days at FDA or DHS where they would
16 publish their forecast, this is going to come out
17 next year. So we look at that, put it in the
18 opportunity.

19 Again, Akira hired -- I hired a
20 consultant who has that expertise of putting a
21 pipeline process together. I hired him so he can
22 put a process. We created a SharePoint site.

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1 That's where we put different life cycles. In the
2 lead position means he can look at it. Then he
3 can qualify the position.

4 So we are trying to make sure as an
5 organization so that we could better use our, what
6 I call, BD dollars so that we could go after some
7 opportunity -- we cannot go after every
8 opportunity, you know -- the opportunity we think
9 we have a decent shot of winning it or shaping
10 some. So we did put a pipeline process for that.

11 Q And when was that pipeline process put
12 in place?

13 A I think it's -- I would say full-blown
14 pipeline probably started -- I mean, exact date I
15 can't remember, but, you know, as a company we did
16 something, right? You know, but we still, you
17 know, had a CRM tool that we tried to put in. But
18 again, there was not -- that started in probably
19 2012, but --

20 Q The CRM tool?

21 A Yeah, where we used to put our
22 opportunities together. But I think it was more,

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1 I would say, our process or kind of our rigor
2 probably started, I would say, in the 2013, 2014
3 time frame. I can't tell exactly date, but yeah,
4 kind of that time where I hired a consultant kind
5 of to put together this process where we have
6 calls, weekly pipeline calls, what I call.

7 Q All right. So we've discussed how
8 between 2011 and 2016 Akira would -- how it went
9 about --

10 A Yeah.

11 Q -- trying to gather up potential
12 business opportunities. When opportunities came
13 in, what was the next step in terms of dealing
14 with opportunities or addressing opportunities?
15 What was the next step?

16 A So again, the -- again, as a company we
17 were trying to figure out, right? Sometimes we
18 don't -- the ideal process that we kind of -- that
19 I wanted to follow is like any other big
20 organization, try to emulate because that's how
21 you become successful, is, you know, you put in an
22 opportunity in the pipeline, what I call a

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1 pipeline.

2 So what I had, you know, when I set out
3 a goal, okay, because we kind of work towards how
4 much to put in the pipeline was, okay, there was a
5 targeted company, you know. We want to do -- we
6 want to build \$25 million revenue goal for the
7 year, right? So typically the government award
8 either three- or five-year contract, one base
9 year, two option years. So I say total contract
10 value, base year, option, okay, the total -- we
11 assume a three-year contract value, so means
12 three-year contract, we have to have \$75 million,
13 so each year will be \$25 million.

14 To achieve that goal, you know, to win
15 \$25 million book of business, how many should I
16 qualify, means how many -- not qualify. How many
17 should I bid? That depends on your -- what is
18 your historic proposal, what is the possibility of
19 win, what I call PWIN, right? Say if we win one
20 in three means that we should be submitting three
21 times the proposals so that you will get at least
22 one of them, right? Okay. For that, okay, so

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1 three times, which means in order to win \$25
2 million, I need to have \$75 million -- in order to
3 have \$75 million total contract value, I need to
4 have \$225 million contract value submitted
5 proposals.

6 Before that, then you need to qualify
7 them, right? In order to qualify, at least you
8 need to qualify three times because we can't go
9 after everything because the government, they
10 might cancel an RFP, you know. They might even
11 come out -- we think it will come out and start --
12 they say this is going to come out next year. So
13 we need to have like three times that in the
14 capture qualified pipeline. So we've got to build
15 back, right? So submit, okay?

16 In order to submit, we have lead
17 position, means everything, put everything there.
18 We'll go through that and quantify them, which one
19 we want to bid or no bid. At least that's the
20 process. A person would put an opportunity as a
21 lead in the pipeline. We go through how many is
22 submitted, what's the status of the subject

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1 proposals, how many we qualified. Once we qualify
2 them kind of, okay, do we want to go after or not
3 based on, you know, if I'm working on other
4 opportunities, even we would like to go after, but
5 we don't have the time to go after it because
6 our -- we expended our BD money, you know. We
7 don't have it.

8 Then from that qualified -- before that
9 it's the lead stage. So lead, qualification, then
10 qualify the subject, and then obviously win.

11 Q So from 2011 to 2016, did Akira hold
12 regular business development meetings within
13 Akira?

14 A Not in 2011.

15 Q Okay.

16 A Not in 2012.

17 Q So let's focus on 2011. Who made
18 decisions on which opportunities to pursue or not?

19 A In 2011?

20 Q Yeah.

21 A Probably either Eli or me because,
22 again, we're the only two people.

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1 The FDA contract got awarded in October,
2 September. So if you look at the federal
3 government spending, the fiscal year starts in
4 October. So there were a time in September to
5 start in October. So our bid contract was in
6 October. So at the time, I had no people except
7 for Eli at the time in 2011, so I would rather
8 discount what we did in 2011 because nothing we
9 did -- we were only focusing on a few things at
10 the time.

11 Q All right. Well, what about 2012?

12 A Yes.

13 Q Who made decisions in 2012 about which
14 business opportunities to go after?

15 A Probably I would say that Eli or I. But
16 to put in opportunities, to some extent Josh was
17 also responsible on the health opportunities to --
18 okay. Because he was there, they might -- he
19 might hear something, you know, like, hey, there's
20 an opportunity coming at SBIR, you know, we should
21 go after. So to an extent in 2012 I would say
22 probably, you know, Eli or I, or to an extent Josh

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1 would put stuff in the pipeline process.

2 Q Yeah, I understand putting stuff in the
3 pipeline process, but who ultimately would make a
4 decision as to which opportunities to go after? I
5 mean, who had the decision-making authority?

6 A Most of the time it's me.

7 Q All right.

8 A Yeah.

9 Q So --

10 A Sometimes Eli would say, you know, I
11 think, even though we don't have it here, I think
12 this is a good opportunity to go after. So Eli
13 would also sometimes make the decision.

14 Q Okay. I mean, you mentioned Josh. Did
15 Josh have the authority to make decisions on which
16 business opportunities Akira could go after or
17 not?

18 A He would recommend different -- I mean,
19 we are looking forward to -- he would probably
20 convince us, hey, you know, this is a good
21 opportunity, then we might say yes. That's for
22 sure.

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1 Q Right, but the ultimate authority rested
2 with you --

3 A Yes.

4 Q -- and/or Eli?

5 A Yeah. It's mostly me.

6 Q All right. What about 2013? How were
7 business opportunities decided upon? Were there
8 regular meetings by then?

9 A I would say 2013 was not weekly at the
10 time yet. We still used to meet. Again, 2013 was
11 also we are not that big of a company. In 2013,
12 again, more stuff or contracts were at, you know,
13 health. FDA was our bigger customer at the time.
14 We did start the process of putting the
15 opportunities, but we were not meeting every week.
16 I think it started probably in 2014 with more, I
17 would say, more rigor in terms of the meeting
18 probably regularly.

19 Q Okay. Now, between 2011 and 2013,
20 were -- was Josh billing at 100 percent on that
21 FDA contract?

22 A I would say pretty close, I mean,

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1 because -- I think probably yes.

2 Q What about Lisa Houle? Same time frame.

3 A Yeah. Lisa -- Lisa was billing 100
4 percent.

5 Q On that FDA contract?

6 A Yeah.

7 Q All right. All right. So the more
8 formal business development meetings began in
9 2014?

10 A I think so. Around 2014, yes.

11 Q And did they continue through 2016?

12 A Yes.

13 Q On a regular basis?

14 A Yes.

15 Q And how regular were the meetings?

16 A So we were at least -- sometimes, you
17 know, people were on proposals or either doing
18 something or canceling, but I made the decision
19 they can probably -- let's keep continuing every
20 week, right, unless everybody is not available to
21 run the meeting, because in the meeting you'll ask
22 what happened, and if you are assigned to do

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1 something, we will ask them the status.

2 So we -- I made a conscious effort to
3 run it at least every week. If not, sometimes you
4 might miss either -- people are busy and probably
5 skip it, but we were making conscious effort to
6 meet every week, every Monday.

7 Q And who attended these meetings?

8 A Josh would attend the meetings, Eli, I,
9 and Ryan, who was a proposal coordinator who
10 attended, and Craig from the DoE perspective.
11 When we hired Tom Boyce and Tom Peter, they were
12 in the meetings, pipeline meetings. And we had
13 also a program manager on the FDA. His name is
14 David Wood. He would also attend the meetings.
15 Not every week, but he would attend the meetings.

16 Q All right. And have you already fully
17 described to me what the purpose of these meetings
18 are, or do you want to add to it? Let me ask you
19 this: What was the purpose of these meetings?

20 A The purpose of the meetings? Yeah.
21 Exactly.

22 Q That's a back way of getting into it.

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1 A Yeah.

2 The purpose of the meeting was basically
3 to look at the opportunities at each stage,
4 whether they're in the lead stage, right? People
5 put in the lead stage. Somebody talks about an
6 opportunity coming out. They put it there.

7 We'll go in reverse, okay? All these
8 submitted opportunities we would go look for
9 status, okay? Are they going to get awarded,
10 when, so we can go update, you know, because we
11 were expecting -- sometimes the government doesn't
12 award in the same day, right? So we were trying
13 to get updates and when they're going to award.

14 And the other one is preparing the
15 proposal stage. If there are proposals that need
16 to be prepared, what is the stage? Are there any
17 issues? Are there any roadblocks? So can we go
18 and -- are we able to finish the proposal on time?

19 And then we go look at the qualified
20 opportunities, you know, figure out the people who
21 are responsible, okay? This is a good opportunity
22 to go after. Then we discuss to see to go after

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1 or not. Then we'll go on lead, should we qualify
2 some of them so that we can -- we need to have
3 certain lead stage.

4 That's the intent of the pipeline
5 process.

6 Q And would decisions be made at these
7 meetings as to what opportunities to go after and
8 what not to go after?

9 A Not -- not in this. Then we might do
10 some offline calls, you know, because it takes a
11 long time. I want to run 45 minutes, an hour, you
12 know. So it takes a long conversation to talk
13 about whether to go after or not. There could be
14 a follow-up meeting to just decide.

15 Q Now, who was the consultant?

16 A Who put the particular plan, or --

17 Q Yes.

18 A Yeah. His name is Michael Handberg.

19 Q Do you know the name of the company, or
20 is he just an individual consultant?

21 A Yeah, he's an individual consultant. He
22 has his own company called Sagacity. He had -- he

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1 ran -- he used to be the BD guy for ASM Research
2 who got bought by Accenture. He worked at IBM as
3 BD. He also helped us on a lot of other proposals
4 doing capture work, bigger IDIQs, some single
5 award contracts.

6 Q Okay. Is it correct to say that the
7 small business setaside contracts and programs
8 that you described represent sort of the highest
9 probability of winning type contracts for Akira?

10 A Let me understand. So as compared to
11 full and open?

12 Q Yes.

13 A Yes. Obviously, yes. Yes, it is,
14 because, you know, the pool is smaller in terms of
15 particularly with 8(a) setaside, right? Even a
16 lot of 8(a) companies, compared to full and open,
17 yes, our probability of, you know, winning that
18 would be higher than in full and open.

19 Q Okay. At some point was a business
20 development team put together whose time was not
21 necessarily billable to a particular customer?
22 They were brought in full-time to do BD work?

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1 A Yes.

2 Q Who?

3 A Tom Peter.

4 Q Who else?

5 A Tom Boyce. We hired one more person,
6 Craig Fitzpatrick, DoD. Then we brought in one
7 more person when Craig left. His name is Robin
8 Rice. And who else? We brought in one more
9 person -- her name is Shannon Dillon -- to do, you
10 know -- they are people that are overhead people,
11 not billable.

12 Q So Tom, Tom, Craig, Robin, and Sharon?

13 A Shannon Dillon.

14 Q Shannon?

15 A Yeah.

16 Q They were nonbillable people who were
17 devoted full-time to BD efforts?

18 A Yeah. So Tom Boyce was probably maybe
19 -- sometimes, you know, he would put a few hours
20 in on a contract so that, you know, he would get
21 access and have a badge so he would have an excuse
22 to go talk to the customer. It's easier to go

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1 talk to the customer if they have a badge and, you
2 know, can walk in, so...

3 Q When did Tom Peter become employed by
4 the company roughly?

5 A I'd say 2015.

6 Q And what were his BD responsibilities?

7 A His BD responsibilities were, you know,
8 health and civilian.

9 Q Health and --

10 A Civilian.

11 Q And did the health include FDA?

12 A Yeah. FDA, CMS, yeah.

13 Q So if I understand it right, Tom Peter
14 was brought in specifically to try to bring in
15 health and/or civilian business opportunities into
16 Akira?

17 A Yes.

18 Q And he was nonbillable?

19 A Yes.

20 Q Okay. You mentioned Tom Boyce.

21 A Yeah.

22 Q You mentioned that he might have been

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1 somewhat billable, but what was he primarily
2 brought in for?

3 A Yes. So Tom Peter left.

4 Q Okay.

5 A Yeah. After Tom Peter left, I hired Tom
6 Boyce.

7 Q And I'm sorry. Was Tom Boyce also
8 brought in to do nonbillable BD work in connection
9 with health and civilian opportunities?

10 A Yes.

11 Q Okay. Craig Fitzpatrick, I think you
12 mentioned, was brought in on a nonbillable basis
13 to look for defense side work?

14 A Yeah. So he had kind of dual roles, you
15 know. He -- you know, at one point he was also
16 doing operations, right? But also then he slowly
17 moved to kind of defense DoD work because we won a
18 contract, the Air Force contract. Then he was
19 managing the Air Force contract and slightly moved
20 into the purely running the Air Force or DoD work
21 per se.

22 Q Okay.

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1 A But he was -- at one point he was chief
2 operations office, chief operating officer, so he
3 would also just -- in terms of operations, he
4 would do a lot of hiring both for DoD as well as,
5 you know, health.

6 Q Okay.

7 A Initially he came on board, you know, as
8 an operations guy.

9 Q So when Tom Peter was brought in, as
10 part of his BD efforts, he was supposed to look at
11 FBO.gov and look at other databases in order to
12 try to bring to Akira health and civilian type
13 business opportunities?

14 A Yes, that's one of them. Not just FBO
15 or GovWin, but yeah, looking at the FBO or looking
16 at the GovWin and also other things he used to do.
17 Go to industry days, talk to the customers, talk
18 to partners to see if we can pull some
19 opportunities, both as a prime as well as a
20 subcontractor.

21 Q Okay. Now, when Tom Peter was brought
22 in, did Josh Phipps report to him?

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1 A No.

2 Q He reported to you?

3 A Yeah.

4 Q Okay. All right. Okay. I'm going to
5 show you some documents. I'll first give it to
6 her. She puts a label on it with a number, and
7 then she gives you your copy, okay?

8 A Okay.

9 MR. COHEN: This will be marked.

10 (The following portion from 53:12 to
11 295:16 was designated confidential.)

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17 (This concludes the confidential
portion.)

18 (Off the record at 5:30 p.m.)

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1 ACKNOWLEDGEMENT OF DEPONENT

2 I, SRINIVAS CHENNAMARAJA, do hereby
3 acknowledge that I have read and examined the
4 foregoing testimony, and the same is a true,
5 correct and complete transcription of the
6 testimony given by me and any corrections appear
7 on the attached Errata sheet signed by me.

8

9

10

11 (DATE)

12 (SIGNATURE)

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1 CERTIFICATE OF SHORTHAND REPORTER - NOTARY PUBLIC

2 I, Kelly Carnegie, Certified Shorthand
3 Reporter, Registered Professional Reporter, the
4 officer before whom the foregoing proceedings were
5 taken, do hereby certify that the foregoing
6 transcript is a true and correct record of the
7 proceedings; that said proceedings were taken by
8 me stenographically and thereafter reduced to
9 typewriting under my direction; that reading and
10 signing was requested; and that I am neither
11 counsel for, related to, nor employed by any of
12 the parties to this case and have no interest,
13 financial or otherwise, in its outcome.

14 IN WITNESS WHEREOF, I have hereunto set
15 my hand and affixed my notarial seal this 16th day
16 of February, 2018.

17 My commission expires:

18 July 31, 2018

Kelly Carnegie



20 NOTARY PUBLIC IN AND FOR THE
21 COMMONWEALTH OF VIRGINIA

22 Notary Registration Number: 7060756

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